



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed April 28, 2022


United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
FRESH ACQUISITIONS, LLC, <i>et al.</i> ¹	§	Case No. 21-30721 (SGJ)
Debtors.	§	(Jointly Administered)
	§	Re: Docket No. 602, 618

**ORDER GRANTING THE SECOND
INTERIM AND FINAL APPLICATION OF GRAY REED,
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD OF APRIL 20, 2021 THROUGH DECEMBER 31, 2021**

Upon the application (the “Application”) of Gray Reed for entry of an order (this “Order”), granting its second interim and final application for allowance of compensation and reimbursement

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s taxpayer identification number are as follows: Alamo Fresh Payroll, LLC (1590); Fresh Acquisitions, LLC (2795); Alamo Ovation, LLC (9002); Buffets LLC (2294); Hometown Buffet, Inc. (3002); Tahoe Joe’s Inc. (7129); OCB Restaurant Company, LLC (7607); OCB Purchasing, Co. (7610); Ryan’s Restaurant Group, LLC (7895); Fire Mountain Restaurants, LLC (8003); Food Management Partners, Inc. (7374); FMP SA Management Group, LLC (3031); FMP-Fresh Payroll, LLC (8962); FMP-Ovation Payroll, LLC (1728); and Alamo Buffets Payroll, LLC (0998). The Debtors’ principal offices are located at 2338 N. Loop 1604 W., Suite 350, San Antonio, TX 78248, United States.

of expenses for the period of April 20, 2021, through December 31, 2021, as supplemented and amended by the notice filed at Docket 618;² and upon the notice in support of the same; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that good and sufficient notice of the Application has been given; and no other or further notice is required; and for the reasons given by the Court on the record of the hearing on April 25, 2022, it is hereby ORDERED as follows:

1. The Application is granted as set forth herein.
2. The Court approves all fees and expenses set forth in the Application, including the fees and expenses incurred during the Second Interim Period in the amount of \$120,418.00 in fees and \$1,825.47 in expenses, plus Post-Effective Date fees in the amount of \$15,404.00.
3. All fees and expenses approved in the First Interim Order, which included an interim award of \$840,632.61, as well as the additional \$137,647.47 in fees and expenses approved in Paragraph 2 above, are hereby approved on a final basis. The Court approves, on a final basis, aggregate compensation of \$978,280.08 in combined fees and expenses for the Application Period (the “Final Award”).
4. Gray Reed is authorized and directed to apply the retainer amount of \$23,468.87 toward the Final Award.
5. The Liquidating Trustee or any successor in interest thereto, as applicable, is authorized and directed to immediately pay to Gray Reed the sum of \$87,353.13 in fees and

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

\$1,825.47 in expenses, representing the balance due of the Final Award, after application of the retainer held by Gray Reed and the agreed deferral set forth in the First Interim Order.

6. As set forth in the First Interim Order, Gray Reed has agreed to defer \$25,000.00 of its Final Award for a period of six months from the date of the Confirmation Order. The Liquidating Trustee shall pay Gray Reed this deferred amount of \$25,000.00 on or before May 20, 2022, in full satisfaction of Gray Reed's Final Award.

7. The Court retains jurisdiction with respect to all matters related to the interpretation or implementation of this Order.

END OF ORDER

Submitted by:

Jason S. Brookner

Texas Bar No. 24033684

Aaron M. Kaufman

Texas Bar No. 24060067

Amber M. Carson

Texas Bar No. 24075610

GRAY REED

1601 Elm Street, Suite 4600

Dallas, Texas 75201

Telephone: (214) 954-4135

Facsimile: (214) 953-1332

Email: jbrookner@grayreed.com
akaufman@grayreed.com
acarson@grayreed.com

**COUNSEL TO THE DEBTORS
AND DEBTORS IN POSSESSION**